

## WORKFLOWLABS PRIVATE LIMITED

### CORPORATE SOCIAL RESPONSIBILITY POLICY

#### 1. Preamble:

Corporate Social Responsibility ("CSR") is the Company's commitment to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical.

Workflowlabs Private Limited ("the Company") is committed to undertake CSR activities in accordance with the provisions of Section 135 of the Indian Companies Act, 2013 ("Act") and related rules made thereunder.

This CSR policy ("CSR policy") covers current as well as proposed CSR activities to be undertaken by the Company and examining their alignment with Schedule VII of the Act as amended from time to time. It covers the CSR activities which are being carried out in India only and includes strategies that defines plans for future CSR activities.

#### 2. Objectives:

The objective of the CSR policy is to:

- To develop a strategy for the Company's CSR objectives.
- To establish relevance of potential CSR activities to the Company's core values and create an overview of activities to be undertaken in line with Schedule VII of the Act.
- To establish a process and mechanism for the implementation and monitoring of the CSR activities for the Company.

#### 3. Constitution:

Pursuant to the provisions of Section 135 of the Act and the regulation in India in the title of "Companies (Corporate Social Responsibility Policy) Rules, 2014" ("CSR Rules"), the CSR Committee, when required as per the Act, shall be formed. The Board of Directors hereby authorize and empowers all Directors of the Company to constitute or reconstitute the CSR committee ("CSR Committee"). Members of the CSR Committee may be replaced by any other member.



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ROC No: U74999KA2017PTC105097 | PAN: AALCM2294C | GST: 29AALCM2294C1ZB

#### 4. Meetings of CSR Committee

- The CSR Committee shall meet at least once annually.
- Members of the CSR Committee can mutually agree upon a time and place for the said meetings. A quorum for the meeting should be two. The members of the CSR Committee may participate in the meeting either in person or through telephone conferencing or other audio/visual means in accordance with the provisions of the Act and rules made thereunder from time to time.
- The Board of Directors shall be informed on the progress of various CSR projects at-least once a year.

#### 5. Duties and Responsibilities of CSR Committee:

The following are the duties and responsibilities of the CSR Committee:

- a. Formulate CSR Policy and recommend to the Board for their approval;
- b. Recommend CSR activities as stated under Schedule VII of the Act;
- c. Approve to undertake CSR activities and report the same in accordance with the CSR Rules;
- d. Recommend the CSR Budget to the Board;
- e. Spend the allocated CSR amount on the CSR activities/projects in accordance with the Act and the CSR Rules;
- f. Create transparent monitoring mechanism for implementation of CSR initiatives in India;
- g. Submit progress reports to the Board of Directors, at-least once a year, in respect of the CSR activities undertaken by the Company; and
- h. Monitor CSR Policy from time to time.

#### 6. Responsibilities of the Board of Directors:

The following are the duties and responsibilities of the Board of Directors of the Company:

- a. Approve the CSR Policy and take note of CSR expenditures on periodic bases.
- b. Ensure the CSR spending every financial year of at least 2% of average net profits made during immediately preceding 3 financial years, in pursuance with the CSR Policy.
- c. Ensure that CSR activities included in the CSR Policy are undertaken by the Company and that such activities are related to the activities specified in Schedule VII of the Act.
- d. Ensure disclosure of the contents of the CSR Policy on the Company's website.



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- e. Ensure disclosure in the Directors' report pertaining to the following:
  - Contents of the CSR policy and constitution of the CSR Committee;
  - An annual report on the CSR in the prescribed format as per Annexure A of this CSR Policy;
  - Reasons for failure (if any) to spend required amount on CSR activities.
- f. Authorize executives of the Company to attend the CSR Committee meetings.

## 7. CSR Expenditure:

So long as required by law, in every financial year, the Company shall spend a minimum of 2% of its average net profits in the immediately preceding three (3) financial years. Average net profits shall mean the net profits of the Company as calculated under section 198 of the Companies Act, 2013 and other applicable provisions, if any.

## 8. CSR Activities:

The Company proposes to implement its CSR activities, as determined by the Board/Committee in certain of the various sectors stated hereunder, which fall within the purview of the Schedule VII of the Act:

1. Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swachh Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
2. Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects;
3. Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
4. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund setup by the Central Government for rejuvenation of river Ganga;
5. Protection of National Heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;
6. Measure for the benefit of armed force veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF)



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- veterans, and their dependents including widows;
7. Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympics sports;
  8. Contribution to the Prime Minister's National Relief Fund or Prime Minister's Central Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Schedule Tribes, other backward classes, minorities and women;
  9. (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government; and  
(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defence Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs).
  10. Research and Development Organization (DRDO), Department of Biotechnology (DBT).
  11. Rural development projects.
  12. Slum area development.
  13. Disaster management, including relief, rehabilitation and reconstruction activities.
  14. To promote nationally recognized sports and rural sports.
  15. To manage disaster, including relief, rehabilitation and reconstruction activities

The Company will review the sectors from time to time and make additions, deletions or clarifications to the above sectors.

#### 9. **CSR Initiatives:**

In line with Schedule VII of the Act and the CSR Rules, so long as required by law, the Company shall undertake CSR activities included in its annual CSR plan ("Annual CSR plan"), as recommended by the CSR Committee at the beginning of each year. The CSR Committee is authorized to approve any modification to the existing Annual CSR Plan or



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to propose any new program during the financial year under review.

The Company may collaborate with other affiliates or any other company as may be approved by CSR Committee to implement CSR activities and the same shall form a part of the Annual CSR plan. The Company may form trusts on its own to carry out CSR activities in accordance with the CSR Rules and to administer its CSR activities. The Company may also collaborate its CSR activities with other affiliates or any other company as may be eligible, and towards this effort, the Company may jointly along with other affiliates or any other Company form Trusts to administer the CSR activities.

#### **10. CSR Reporting**

The Board of Directors in its annual report shall include the details of the CSR activities undertaken in the financial year.

The CSR Committee shall provide a responsibility statement on the implementation and monitoring of the CSR Policy and that it is in compliance with CSR objectives of the Company, which statement shall form part of the Directors' report.

#### **11. Website Display:**

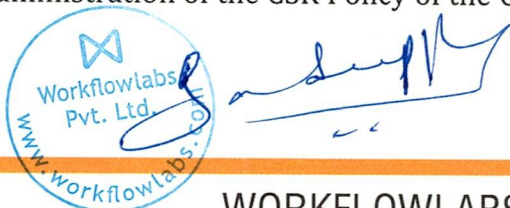
The Company shall display on its website the contents of its CSR Policy and other information as may be required to be displayed as per the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

#### **12. Monitoring Mechanism:**

- The CSR Committee shall be apprised on the implementation of the CSR activities and the progress shall be monitored twice a year basis.
- The Company shall through its internal controls, monitoring and evaluation systems implement, assess, document and report the impact of its CSR activities/projects.
- Records relating to the CSR activities and the CSR expenditure shall be accurately maintained.

#### **13. Policy review and future amendment:**

The administration of the CSR Policy of the Company and the execution of identified CSR



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projects, programs and activities under it shall be carried out under the control and overall supervision of the CSR Committee. Further, the Board of Directors may revise/ amend this CSR Policy based on the recommendations of the CSR committee or to bring the same in line with the guidelines or amendments issued from time to time by Government on the subject.

#### **14. Failure to spend the CSR Money**

If the Company fails to spend the required amount in a particular financial year, it is the duty of the Committee to submit a report in writing to the Board of Directors specifying the reasons for not spending the amount, which in turn shall be reported by the Board of Directors in their Annual Report pertaining to that particular Financial Year.

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**WORKFLOWLABS PVT. LTD.**

  
Director